

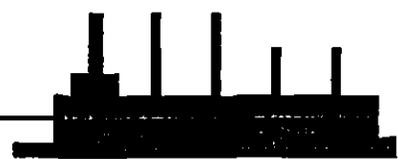
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2/17/05

Seaholm Power, LLC

- ✎ Southwest Strategies Group, Inc.
- ✎ Centro Development, LLC.
- ✎ HCBeck, Ltd.
- ✎ Design Collective, Inc.

Consultants

- Herndon, Stauch & Associates
- Susman Tisdale Gayle
- Black+Vernooy
- Arup
- Structures+Haynes Whaley
- ACR Engineering
- Bury+Partners
- Third: Land
- WHM Traffic Consultants
- Avance Consulting
- The McAdams Group
- Vacri Development and Consulting



Executive Summary

Seaholm Power, LLC (Seaholm Power *✓*) is delighted to present to the Austin City Council our vision and qualifications for this truly unique facility. We have taken great care to assemble a highly qualified team to undertake this exciting and challenging project. Our team provides an unmatched technical ability and passion for this complex project to bring the redevelopment of Seaholm to a successful conclusion.

Our concept is based on integrating the surrounding divergent influences to create a dynamic 24/7 environment where residents and visitors alike can live, work and play. There are several key elements to our vision:

✓ **The Seaholm Power Plant** - anchored by a cultural entity, but fully accessible to the public with a mix of cultural, commercial, retail, and gallery activities. We will preserve and enhance the grandeur of the Turbine Hall while creating an exciting place for repeated visits.

✓ **A two-story cultural/commercial structure** on the northwest corner of the site. This iconic building can house a second cultural entity or approximately 60,000 square feet of additional commercial office and retail space.

✓ **A ten-story residential tower with ground level retail.** Apartment, condominium and hotel configurations have all been considered in our team's proformas. We feel that a residential component is critical to providing the 24/7 activity that will be vital to Seaholm's success.

✓ **The Grand Plaza** north of the power plant. This outdoor space serves as the great connector that can host a wide variety of outdoor public events. The plaza connects to sites north, south, east and west of Seaholm, including the transit hub north of the site, the hike and bike trail and the Second Street Retail Corridor.

Project Enhancements:

✓ **The South Terrace**, connecting The Seaholm Power Plant to Town Lake. This would be a more informal space with outdoor seating, sculptures, and possibly a water feature to link visually to Town Lake. We have also suggested that a link could be established between the Seaholm Power Plant and the Water Intake Facility, extending further to link up to the trail system along the lake.

✓ **Underground Parking**, serving all three buildings on site. Our preliminary analysis indicates that 150-225 spaces per level could be provided. We have suggested that the existing Fuel Oil Building could be incorporated as the primary entrance to the underground parking facility from the Grand Plaza.

In general, our vision for Seaholm and the cultural entities associated with the facility is to provide a space that will function both day *and* night for both visitors *and* residents, can be both casual *and* formal as the occasion may merit, and will appeal to a broad sector of the general public instead of a narrowly targeted demographic.

The Seaholm Power *✓* team's concept is consistent with and positively addresses all of the issues identified in the Seaholm District Master Plan. Seaholm Power *✓* is committed to the Austin community, enthralled with Austin's unique charms, passionate about environmental stewardship, and skilled in finding ways to make this vision a reality. We are uniquely qualified in every sense to conceive and create a phenomenal project and to successfully work with the city to make this

project come to life. The depth we present as a team cannot be surpassed, and our vision for this one of a kind site is one that we know will inspire residents and visitors alike.

Presentation to Austin City Council - February 17, 2005

Mayor, Mayor Pro Tem, Council Members, City Manager my name is John Rosato.

Today I have the honor, along with Scott Vieth of Design Collective, of presenting to you the primary reasons to choose Seaholm Power *✓* as the most qualified team to redevelop Seaholm. First is the quality and experience of the team, second is the financial strength and integrity of the team, and third is our vision of Seaholm as a vibrant mixed use community focal point.

1. Quality and experience of the team

Seaholm Power *✓* is a team of dedicated professionals with a depth of experience that is unmatched in the revitalization of urban historic structures. Seaholm Power *✓* is comprised of four principal organizations: Southwest Strategies Group, Design Collective, Beck and Centro Development, as well as an impressive list of consultants. The design team is led by Design Collective. This firm has an international reach that includes has extensive experience in conversions of industrial structures. Design Collective's experience includes a 130,000 SF historic decommissioned power plant that was transformed into a successful retail center. Construction will be headed up by The Beck Group, a third generation family-owned \$600 million dollar company with impeccable credentials and reputation.

The Principals of Southwest Strategies Group, Centro Development, Herndon Stauch & Associates and Avance Consulting have years of experience promoting Austin's downtown and preserving Austin's history by serving in leadership positions in the Downtown Austin Alliance, The Heritage Society of Austin and The Austin Chamber of Commerce.

But what have we done for your lately? And what have we done to back up our claim that we are the most qualified team?

- ✓* First we turned in our response to the RFQ early ... twice.
- ✓* Conducted two visioning sessions asking community leaders what they thought of Austin and what's their vision for Seaholm.
- ✓* Visited with Austin-grown retail and restaurant owners to ask their interest in being part of a retail core at Seaholm.
- ✓* Conducted a study of the retail, office and residential markets in the Seaholm area.
- ✓* Met extensively with the Austin Children's Museum, KLRU and the Texas Music Hall of Fame to gain an understanding of their needs and to plan an appropriate location in our development.
- ✓* Have researched the viability of placing a sound stage in the existing Seaholm building and confirmed that currently 23 trains a day pass by Seaholm.
- ✓* Purchased a Seaholm web URL.
- ✓* Explored unique options and uses with: Austin Museum of Art, University of Texas School of Music and Austin Independent School District.
- ✓* Explored future plans of a transportation node at Seaholm with the Planning Director of Capital Metro.
- ✓* Met with a representative of the Town Lake Trails Foundation to understand their plans and to offer our help in repairs and additions to the trail by the water intake structure.
- ✓* Developed a vision that we are about to share with you that meets the Seaholm Masters Plan criteria, preserves and honors the history of Seaholm, operates within the Town Lake Overlay and the Capitol View corridor and embraces the Envision Central Texas principles of a high density urban node.

- ✓ Explored availability of various grants as well as historic funding mechanisms for the Seaholm building and our development concept.
- ✓ Developed various financial models that included cost analysis and market study.
- ✓ Secured a financial commitment from a major financial institution.

We accomplished all of this in response to a Request for Qualifications. Can you imagine what we will do when we are awarded this project?

By now you are asking yourself...Who is this dream team?

Let me take a few minutes to give you a brief description of the companies and individuals of **Seaholm Power** ✓.

Southwest Strategies Group, Inc. (SSG)

SSG was the catalyst for the formation of this team. As a principle of SSG, I will function as the single point of contact for the city. SSG will provide contract management, partnership management and public outreach. SSG has been instrumental in 30 partnerships over the past 25 years in Austin and has been active in all aspects of commercial real estate from financing, construction management, property management and leasing. We have a reputation for bringing projects in on time and in budget, for successful coordination of groups with competing interest and for being creative developers of urban properties.

We have provided project management and consulting services to some of the largest institutions in Austin. We provided project management services overseeing county and city departments in the rapid completion of a sensitive project that serve a major employer. John Rosato currently serves as Vice Chair of the Downtown Austin Alliance and Chair of the new 6th Street PID.

SSG has also completed the largest adaptive reuse of an historic structure in Austin with our Penn Field development on South Congress.

Design Collective, Inc. (DCI)

DCI is a national award winning architectural design firm based in Baltimore, Maryland. DCI has extensive experience in architectural design, including sustainable design, power plant redevelopment, urban planning, cultural institutions, urban entertainment, residential, transit oriented development and public consensus-based design. DCI has worked with numerous public entities and private developers to pursue and secure a broad variety of funding mechanisms. DCI has specific knowledge of, and familiarity with, what documentation is required for each funding source, particularly non-conventional sources, such as historic preservation tax credits, smart growth funds, and brownfields/CERCLA funds to name a few, and brings value to the Seaholm team with their extensive expertise and knowledge of esoteric funding sources available to a project of this nature.

Design Collective, as architects, produces over 3,000 residential units annually: from low-rise to high-rise; and from adaptive re-use to new construction. They produce more than 1.5 million square feet of office and more than 1.5 million square feet of retail annually, including neighborhood centers, town centers, main street retail, regional malls, and mixed-use urban retail and entertainment centers. Their diversity of work includes transit and inter-modal centers, transit-serving parking structures, and the master planning of entire Transit-Oriented Developments (TODS).

Design Collective, along with Beck, and Arup, our MEP engineer, has taken a leadership role in the Green Building movement. They are introducing others to advanced concepts in green building techniques that have been proven on large-scale, sustainably-designed, urban projects around the

world. Sustainable design involving the adaptive use of historic properties in an urban setting requires solutions to a unique and comprehensive set of issues. The success of a project cannot be insured without addressing the ecological, economic, historical and social aspects in their entirety. DCI is uniquely experienced at developing reuse solutions since the majority of their adaptive reuse projects have been older, class B and C vacant office buildings or industrial sites.

Centro Development, LLC (Centro)

Centro draws on experience of its Principals, Kent Collins and Allen Cowden in developing \$100 million in urban residential projects in Austin, Dallas and Houston for a major national real estate investment trust. These projects include the development of West Avenue Lofts for Post Properties, a \$20 million 239-unit apartment project with 10,000 square feet of ground floor retail/service space. This was the first public-private joint venture between the City of Austin and a residential/mixed use developer. Other projects include Midtown Square, a two phase \$70 million, 672-unit apartment project in downtown Houston with 30,000 square feet of ground floor retail space. Currently, Centro is developing a 270-unit urban apartment project in conjunction with a 300,000 square foot lifestyle retail center in Albuquerque, New Mexico being developed by Hunt Building Corporation, a 40-unit condominium project near the University of Texas in Austin, and a mixed-use project in downtown Georgetown, Texas.

Centro, in partnership with Columbus Realty Partners, Ltd. and GE Pension Fund, was recently chosen to build 400 apartment units at the Domain. Kent Collins is the current chair of the Heritage Society of Austin, has served as a project manager for the National Trust for Historic Preservation's Main Street Program and was on the Seaholm Reuse Planning Commission.

HCBeck, Ltd. (The Beck Group)

Beck is a nationally renowned construction firm providing general contracting, construction management, finance structuring and consulting, real estate development, design development management, out-sourcing of facilities construction, design/build, and general renovation services. Beck's financial expertise and in-depth knowledge of capital markets enables them to present the most favorable financial options. They find debt and equity sources for specific projects that Beck builds. By respecting and delivering the financial aspects of a project as part of their full service builder approach, the ultimate solution is more flexible and the result is greater value. Beck has purchased and/or developed over \$553 million of commercial projects and has provided over \$898 million in financial structuring services.

Our team is proposing two new buildings with a large public plaza that will both enhance the existing Seaholm building and act as a destination point. With the proposed mix of cultural, retail, and entertainment entities occupying this site, we hope to help provide the impetus to move the City's mass-transit initiatives forward. Beck's experience with the DART light rail work will allow us to provide the level of coordination the City will expect on the Seaholm project. Beck's experience in sustainable building will allow us to deliver the best solutions to this project. Beck leads the State of Texas in green building construction and is heavily invested in Austin's "Clean Energy" future. Beck is actively involved with the Austin Green Building Program and belong to numerous organizations in Austin and Central Texas that continue to bolster a network of "green" partners. Beck has actively sought out ways to promote the concept of sustainability and provide outreach to the Austin community such as the UT Solar Decathlon.

Beck has successfully completed projects with large cultural establishments, most recently the Nasher Sculpture Gardens in downtown Dallas. They have also participated in two very large industrial adaptive use projects with Underground Atlanta and St. Louis Union Square. Both of these projects also qualified as historic renovations.

Seaholm Power *✓* also brings a talented team of consultants, including:

Herndon Stauch & Associates (HSA)

Herndon, Stauch and Associates, a HUB-certified firm, will serve as the program manager for the Seaholm Power Plant building and provide cost estimating throughout the development process. The firm will also be available to assist in overall project management. The principals of HSA had a major leadership role in the \$190 million Texas Capitol Preservation and Extension Project. Dealey Herndon, principal and president, directed the Texas Capitol Preservation and Extension Project as Executive Director of the State Preservation Board. HSA has managed projects in excess of \$550 million over the last ten years, including the Women's Museum at Fair Park, the Laguna Gloria Restoration, Texas courthouse restorations, and numerous public and non-profit projects throughout the state. David Stauch, principal and vice-president, has many years of experience as a general contractor and public project manager, with responsibility for construction of projects in excess of \$700 million. Tracy Atkins, P.E. has managed over \$320 million in projects at HSA, Motorola and Exxon.

Susman Tisdale Gayle (STG)

STG will execute the plans and work locally with the City of Austin plan review process. STG is a medium sized firm with offices in Nashville and Austin providing full services in programming, planning, architecture and interior design. With a combined staff of 58, STG provides a complete, integrated approach to project design, documentation and administration. STG also utilizes computer programs for programming, project management, cost tracking and facilities management services, including building and furnishings inventory. Project experience ranges in size from interior renovations to new campuses. STG's clients include Austin Children's Museum, the University of Texas at Austin, Texas A&M University system, National Instruments Corporation, GSD&M Advertising Agency, the State of Texas, and DELL, Inc.

Black + Vernooy

Sinclair Black could be called "the Grandfather of Seaholm" with more than three decades of experience on the master planning of the Seaholm site. Mr. Black has also worked on three notable master plans in Austin that will add to our base of knowledge; the Great Streets Master Plan which is an integrated urban design strategy for re-making 306 blocks of public right of way in Downtown Austin; Central Park, a master plan for 40 acres of inner city land in Austin; and Guadalupe Streets Improvements, a ten-block master plan for the portion of Guadalupe Street adjacent to the University of Texas. Central to the mission of the firm is the revitalization and redevelopment of the City of Austin with the goal of preserving and enhancing Austin's quality of life.

Other team members include ARUP, Bury and Partners, Structures Haynes Whaley, ARC Engineering, Third Land, Avance Consulting, The McAdams Group, Vacri Development and WHM Transportation Engineers.

One thing you will like about working with us is that we understand the big picture but we are thorough in our attention to detail.

2. Financial strength and integrity

Our team had discussions early on about presenting a broad brush fantasy vision - after all, this is just an RFQ.

We decided instead to develop a vision within the limits of what is known to have a reasonable expectation of financial viability. Our plan will be funded with 30-40% private equity, 10-15%

grants and other sources and the remainder with funds from financial institutions that we have strong relationship with such as Wachovia Bank and GE Pension Fund.

There are many details to be fleshed out while working with the city and the cultural entities. Seaholm Power \nearrow has the knowledge, experience and integrity to design a financially viable plan and the strength to carry it out.

3. The Vision of Seaholm as a vibrant mixed use development

Scott Vieth, of Design Collective, will now take you on a tour of Seaholm.

Seaholm Building

The Seaholm building is at the heart of the redevelopment plan. We propose to celebrate this extraordinary structure in a variety of ways, the most significant of which is by leaving the dramatic high-bay space in the Turbine Hall as it is currently configured. We feel that it would be a disservice to the building to attempt to introduce any mezzanine into the hall that would destroy the sense of space and volume of the existing structure. We have indicated that the Turbine Hall will remain open, with the general public allowed to circulate freely through this area. A general orientation area and ticketing area for the cultural entity would be located in the eastern end of the hall, with the western end of the hall remaining open for public performances, concerts, meetings, etc. The Turbine Hall will remain relatively "porous", encouraging a free-flow of pedestrians between the North Plaza, Turbine Hall and South Terraces. Roughly 70,000 square feet are available on the Mezzanine and Basement levels for the selected cultural entity, visually connected to the Turbine Hall above through several of the openings previously occupied by the turbines. We also intend to explore the possibility of introducing skylights at the plaza level on the north side of the building, in order to bring daylight into the lower levels of the Seaholm building.

We have proposed removing the 1972 addition on the west side of the Seaholm building and introducing a new entrance for school tours and other large groups on the Mezzanine level, below the Turbine Hall. This separate entrance will allow these large groups to enter the facility independently from the general public and will allow them to access classrooms, orientation spaces and lunchrooms that the general public does not require access to. We are suggesting that a restaurant could be located on the Turbine Hall level, south of the high-bay space, under the existing office mezzanine space. This restaurant can serve the general public and also serve as a catering facility for those interested in renting various areas of the Seaholm building for weddings, corporate events, etc. Several restaurants that our team has approached have expressed an interest in leasing a facility such as this (Please refer to the letters of interest included later in this Tab). Seaholm Power \nearrow is also pleased to suggest that several thousand square feet of space can be made available on the Turbine Floor and potentially the partial floor above to Austin Energy's Green Building Program for display space and possibly office space as well. Our team has had several extremely productive conversations with members of Austin Energy's Green Building group, and we look forward to providing an opportunity for this group to have a presence in this unique facility.

We feel that it is important to maintain the industrial nature of the existing Seaholm facility. There are several ways the Seaholm Power \nearrow team intends to achieve this goal. We propose to preserve and reuse not just the building shell, but also the equipment, boilers, cranes, etc in order to create an authentic sense of history and place. Members of our team have been successful in this approach on numerous projects. We will also make sure that new elements introduced into the facility are consistent with and sympathetic to the existing facility. Exposed ductwork, railings, signage, etc will all be detailed in an industrial aesthetic. A second review will be performed by the State Historic Preservation Officer and the National Park Service, as we intend to obtain Historic Preservation Tax Credits to assist in the redevelopment of the Seaholm

building. Not only is this an excellent funding mechanism for projects like Seaholm, the tax credits also ensure that the character-defining elements of the facility are preserved and highlighted. Our team has extensive experience working with these types of tax credits and recognizes the *design requirements that need to be met in order to qualify.*

Parking Garage

We propose constructing a parking facility underneath the cultural/commercial building and the residential tower on the northern portion of the site. Depending on the configuration selected, 150 to 225 parking spaces per level can be constructed, with up to three levels of parking possible. One of our exciting concepts is to connect the underground parking structure to the public plaza above for pedestrian access through the existing Fuel Oil Building. Vehicular traffic will enter through the Cultural/Commercial Building and the Residential Tower, with limited access, secured parking for the residential tenants.

Cultural or Commercial Building

We have created an iconic counterpoint to the Seaholm building on the northwest corner of the site. Depending on the interest of the various cultural entities and the funding available, this building could serve either as a cultural entity or commercial/retail space. We are suggesting that two levels above grade can provide approximately 60,000 square feet of space. It is critical that a significant design statement be made for this structure, as it has to possess a strong enough visual identity to provide a unique presence for the functions contained therein, in a dynamic balance with the Seaholm building to the south. Whether a cultural or commercial entity is selected, we propose that some retail or restaurant space can spill out onto the public plaza. The prominent entry of this building will anchor the west side of the public plaza.

Residential Tower

We are indicating a residential tower on the northeast corner of the site. This ten-story tower would consist of nine floors of residential units (apartment, condominium, and/or hotel), *approximately ninety (90) one- and two-bedroom units, over a public level comprised of retail/restaurant spaces, plus the residential building lobby and loading/service areas.* This Residential Tower rises higher than the adjacent structures, as it is outside of the Capitol View Corridor. This allows the building to serve a secondary role by providing a visual identity for the Seaholm Project when viewed from the north.

Seaholm Plaza

We have created a phenomenal outdoor amenity north of the Seaholm building. Framed by the three primary structures, we see this outdoor plaza serving as a community gathering place for Austin. Not only will this place serve as access to cultural institutions, restaurants and other retail establishments, but we also see this space as the location for public concerts, outdoor movies, etc. We foresee a textured and nuanced place, with areas for sun and shade, contrasting paving treatments, low water features and zones to interact with art. We have also chosen to celebrate the historic Fuel Oil Building by providing access to the parking facility below, as well as constructing an elaborate superstructure to serve as a visual anchor for the center of the plaza. We have configured the site so that all the vehicular access runs around the perimeter of the site. This will in turn provide a pedestrian-friendly plaza, allowing for the free-flow of the public throughout the site.

South Terraces

Seaholm Power *✓* suggests that the public have access to the south side of the Seaholm building as well. Access to this area can be made from a number of points, including the west side of Seaholm Plaza over a bridge that sails above the large group entrance to the north through the Seaholm building and east from grade-level access on the West Avenue extension. We are indicating that a series of terraced water features could activate the lawn space while providing a

visual connection to Town Lake beyond. We are also suggesting that several areas that are more private and secure are provided for, including an outdoor dining terrace for the restaurant and a sculpture or children's garden associated with the cultural institution. One unique element that we are featuring is a proposed bridge across Cesar Chavez that would connect to the decommissioned intake facility. This would create a physical link between the Seaholm site and the public park system surrounding Town Lake, while also providing an observation platform and interactive zone that can make use of this unusual facility. While this bridge element may not be feasible immediately, we feel that it is important to plan for the eventual use of facilities with the ongoing reconfiguration of existing infrastructure and utilities around the Seaholm site.

We see the great outdoor spaces included in our redevelopment scheme not just as an incredible asset to the Seaholm Project, but also as an extension of the phenomenal public spaces in Austin; linked to the Town Lake trail system, to Auditorium Shores and Zilker Park, and to the Central Business District and the Second and Third Street Corridors.

Transit Plaza and Bike Station

We have preserved space on our site plan to incorporate the transit plaza and bike station indicated on the Seaholm Master Plan. With the confluence of rail lines and proximity to the existing Amtrak Station there is an obvious and compelling logic to incorporating public transportation access into the Seaholm Project. Factoring in the Pfluger Bridge for bicycle access, as well as the Lance Armstrong Bikeway, currently proposed to run just north of the site, the importance of providing a true multimodal transit hub becomes even more apparent. We feel that the entire Seaholm site gains strength as a Transit-Oriented Development, and we look forward to working with Austin officials and Capitol Metro to make this vision a reality.